RJ REYNOLDS

TOBACCO COMPANY

COPY

S. R. MacLEOD
Region Operations Mgr

150 Lawrence Bell Drive
Suite #108
Williamsville, NY 14221
(716) 634-9232
Fax (716) 634-3145

December 23, 1996

RJR Account #315288
Mr. B. Grismore
DOWLINGS, INC.

FEBRUARY DORAL B2G1F / PROMOTION #700046

Dear Bud:

DORAL B1G1F product, and Live product, has been ordered (see quantities listed below), as well as 165 skus of B2G1F sleeves (Item #520844) to pack and ship this promotion to your participating retail accounts. All additional pertinent promotional information is listed below:

DORAL STYLE	B1G1F UPC Code	#/ (6M) Cases B1G1F	LIVE UPC Code	#/ (12M) Cases LIVE
Full Flavor Kg	12300-23883	11	12300-16612	3
Light 100	12300-23881	11	12300-15212	3

Product PO # 120A ***; Displays PO #*** 120B

Product / Premium Arrival: January 20, 1997

Ship Date to Retail: Week of: January 27, 1997

SKU CUBE: 1.3600
SKU WT (w/o Product): 4.0000 lbs
Retail Sales Offer per Sku: 20 units

Billing per Sku: 4 Savings Cartons

EFT $ Amount: $4,499.95
Non-EFT $ Amount: $N/A

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Promotion Description: Utilize self-contained shipper. Shipper has 20 buy-2-get-1 free sleeves. Buy-1-Get-1-Free product should be placed into the sleeve and an additional 'Live' pack inserted with it. B1G1F product will be pre-banded.

SHIP NUMBER OF DISPLAYS TO EACH RETAIL ACCOUNT AS INDICATED ON THE ATTACHED CUSTOMER LIST

SEE ENCLOSED 'WHOLESALER PACKING INSTRUCTIONS'

A list of accounts authorized to receive packed displays is attached. RJR will reimburse you $28.00 per live 12M case for all displays packed and shipped to retail on a timely basis. This equates to $322.00 (11.5 (12M) case(s) @ $28.00). Payment will be made as soon as possible once verification is received that all displays have been shipped to retail.

As always, thanks for your assistance in the marketing of our products.

Sincerely,

Judy

J. Campbell
Promotional Coordinator / 1610
/jc
cc: R. Tanchyk

Note to RJR Manager:
Upon verification of shipment to retail, notify Judy (#1610) for payment distribution to account.

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WHOLESALER PACKING INSTRUCTIONS

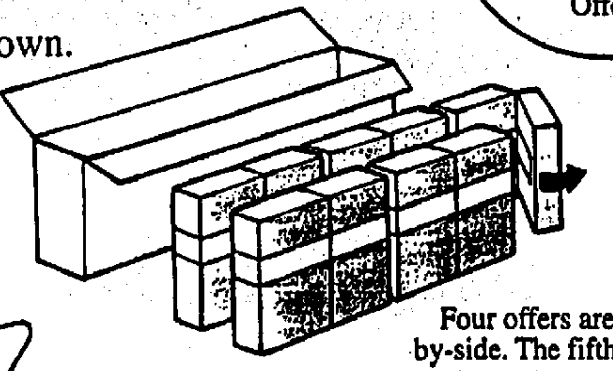
VALUE ADDED PROMOTIONS - 1ST Q'TR.'97

February / March DORAL B2G1F (Buy 2 Packs Get 1 Pack Free)

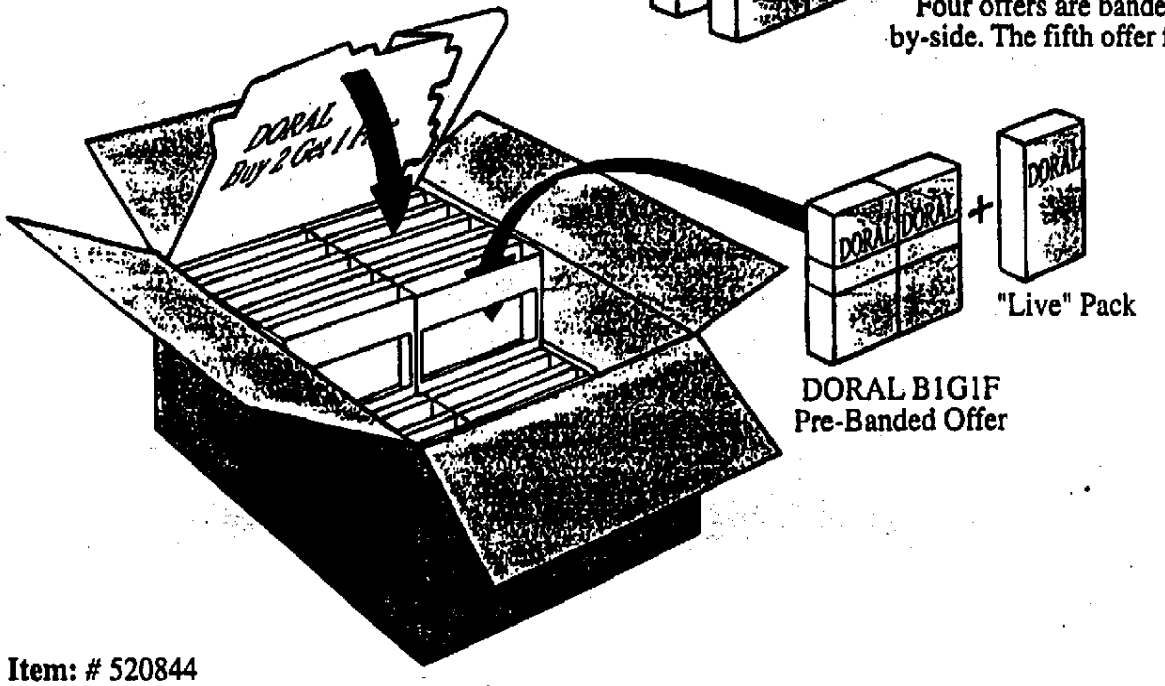
STEPS

1. Open DORAL B2G1F shipping case.
2. Place 1 B1G1F offer into each DORAL sleeve (each case contains 20 sleeves).
3. Add 1 "live" DORAL pack of same brand style to each sleeve.
4. Fold display header card down.
5. Close the case.
6. Ship to retailer.

Each white carton contains 5 Pre-banded 2 Pack "Buy-One-Get-One-Free" DORAL Offers.



Four offers are banded side-by-side. The fifth offer folds out.



"Live" Pack

DORAL B1G1F
Pre-Banded Offer

Item: # 520844
Description: DORAL B2G1F Sleeve Kit

Brand Style	FF Kg B1G1F	LT 100 B1G1F	X	FF Kg LIVE	LT 100 LIVE	
Number of Cartons	2	2	X	1	1	

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WHOLESALER : 315288 DOWLINGS, INC. <DIRECT>
TEMPLATE : 700046 70200 DOR FEB B2G1F
TEMPLATE SEQ : 0002
SALES LEVEL : 16XXXX

TERR	RETAIL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
162301	163830	664545	BP SHORT STOP	RR 2	ALBURG	VT	05440	1		2681-0000		(802)796-4705
163809	163829	114012	CENTRAL BEV MART	4 CENTRAL ST	ESSEX JUNCTION	VT	05452	2			2218	(802)879-6471
163809	163829	649433	CHAMPLAIN FARMS #13	56 PEARL ST.	ESSEX JUNCTION	VT	05452	1		1657-0000		(802)879-5232
163809	163829	400847	AIRPORT MOBIL	1801 WILLISTON RD	SOUTH BURLINGT	VT	05403	2				(802)863-3743
162301		113645	NO COUNTRY BAIT	23 N RIVER ST	SWANTON	VT	05488	1				(802)868-7843
162302		386858	EAST ROAD VARIETY	EAST ROAD	BENNINGTON	VT	05201	1			3079	(802)447-7528
162302	162325	399687	MARTIN'S MINI MART	MAIN STREET	BENNINGTON	VT	05201	1		2794-0200	3397	(802)442-7261
162301	163830	576895	ALBURG SHORT STOP 3	RTE_2	ALBURG	VT	05440	1		2681-0000	3499	(802)796-3360
162301	163829	615922	WINOOSKI EXXON #12	E ALLEN ST	WINOOSKI	VT	05404	1		1657-0000		(802)655-4336
162301	163830	619802	SHORT STOP #111	433 CORNELIA STRE	PLATTSBURGH	NY	12901	1		2681-0000	2443	(518)563-8756
162302		634138	ABBOTT & STAPLES	RTE. 7A	MANCHESTER CTR	VT	05255	1				(802)362-4127
162301	163830	633761	MINOR'S DISCOUNT BE	292 LAKE STREET	ST ALBANS	VT	05478	7			2684	(802)524-4338
162302	162320	636227	JOHNSON'S FUEL SERV	RT 149	FAWLET	VT	05761	1				(802)645-9060
162301	163830	674955	KELLY BAY VAR., INC	RR 2	ALBURG	VT	05440	1			4448	(802)796-3154
162301	163830	702261	SWANTON #111	RT. #78	SWANTON	VT	05488	1		2681-0000		(802)868-3527
162301	163830	727620	P.J.'S MINIT STOP	190 S MAIN ST	ST ALBANS	VT	05478	1		1657-0000		(802)527-1128
162301		728362	WESTPORT MOBIL	RT 9N	WESTPORT	NY	12993	1		5247-0000		(518)962-4797
163809	163829	114080	ESSEX DISCOUNT BEV.	RT 15 PO BOX 506	ESSEX CENTER	VT	05451	2			2355	(802)879-8951
163809	163828	289988	WEST ADDISON GENERA	RT#17 & LAKE RD	WEST ADDISON	VT	05491	2			2710	(802)759-2071
163809	163828	309215	CHAMPLAIN FARMS	RTE. 100	WAITSFIELD	VT	05673	2		1657-0000		(802)496-3196
163809		315948	CHAMPLAIN FARMS	1041 SHELBURNE RD	SOUTH BURLINGT	VT	05403	2			2714	(802)864-0157
163809		520500	STOWE CAR WASH	RTE. 100	STOWE	VT	05672	1			2987	(802)253-9961
163801		568516	CENTER TOWER	RTE. 5	ST JOHNSBRY CT	VT	05863	2			3481	(802)748-8449
163809		571864	CAPITOL MOBIL	108 STATE ST	MONTPELIER	VT	05602	1		1657-0000		(802)223-6817
163809		615941	STATE ST. GULF #2	107 STATE ST	MONTPELIER	VT	05602	1		1657-0000		(802)229-1839
163804	163828	623941	SHORT STOP #014	N. MAIN ST.	RUTLAND	VT	05701	1		2681-0000	2450	(802)773-1732
163801	163828	683709	DAVE'S TEXACO	13-15 SOUTH MAIN	BARRE	VT	05641	2		1657-0000		(802)479-9897
163801		691600	NELSON'S COUNTRY ST	RT 25	WEST TOPSHAM	VT	05086	1			4295	(802)439-6303
163809	163829	715521	UNIVERSITY TEXACO	1118 WILLISTON RD	S BURL	VT	05403	1		1657-0000		(802)863-6611
163809	163829	703503	MORETOWN SHORT STOP	RT. #100	MORETOWN	VT	05660	2		2681-0000		(802)496-6580
162301	163829	594886	MOBIL SHORT STOP 02	ROUTE 7	MILTON	VT	05468	1		2681-0000	3724	(802)893-2573
163804	163828	425673	BOVE MART, INC.	213 N MAIN ST	RUTLAND	VT	05701	2			3060	(802)775-7901
163804	163828	663162	GROVE ST SHORT STOP	129 GROVE ST	RUTLAND	VT	05701	2		2681-0000	3352	(802)773-6919
163804	163828	114346	UNION ST STORE	UNION ST	BRANDON	VT	05733	2			3045	(802)247-6019
163804	163828	615934	BRANDON GULF #5	3 GROVE ST	BRANDON	VT	05733	2		1657-0000		(802)247-6164
163804	163828	437115	CHAMPLAIN FARMS #7	16 MAIN ST	RANDOLPH	VT	05060	2		1657-0000		(802)728-6511
163804	162320	633296	TOM'S AUTO MART	CASTLETON CORNERS	CASTLETN	VT	05735	2			4110	(802)468-2900
163804	163825	691069	CLAREMONT TEXACO	114 PLEASANT ST	CLAREMONT	NH	03743	5				(603)542-2278
163804		737948	CLAREMONT MOBIL	237 MAIN ST	CLAREMONT	NH	03743	2				(603)542-3080
163809	163829	665918	INTERSTATE SHELL	1055 WILLISTON RD	BURLINGTON	VT	05403	2				(802)660-9405
163809	163828	694308	SHORT STOP #143	RT #116 & COMMERC	HINESBURG	VT	05461	1		2681-0000		(802)482-4556
163809	163829	711780	U SAVE BEVERAGE CTR	1302 WILLISTON RD	S BURL	VT	05403	2				(802)862-2907

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WHOLESALER : 315288 DOWLINGS, INC. <DIRECT>
TEMPLATE : 700046 70200 DOR FEB B2G1F
TEMPLATE SEQ : 0002
SALES LEVEL : 16XXXX

TERR	RETAIL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
163809	163829	113584	TOM & KIM'S MKT.,IN	US RT 2	WILLISTON	VT	05495	2			2653	(802)878-2243
163809	163828	623868	VERGENNES VARIETY	65 MAIN ST	VERGENNES	VT	05491	2			2304	(802)877-6768
163809	163829	670403	FASTOP___INC.	RT 100	WATERBURY	VT	05676	1		1657-0000		(802)644-6426
163809	163829	500924	TAFT COR. SHORT STO	JCT. 2 & 2A #0	WILLISTON	VT	05495	1		2681-0000	2511	(802)879-0223
163809	163829	289960	KORNER QUIK STOP	ROUTE 2	WILLISTON	VT	05495	2				(802)878-8927
163809	163829	456241	MOBIL SHORT STOP	1555 NORTH AVE	BURLINGTON	VT	05401	3		2681-0000	2858	(802)660-8680
163809	163829	113549	THE SPRING BEV	1130 NORTH AVE	BURLINGTON	VT	05401	2				(802)863-4792
163809	163829	113504	THE SHOPPING BAG	166 NORTH ST	BURLINGTON	VT	05401	2				(802)658-4790
163809	163829	113507	LAROW'S MARKET	NORTH ST	BURLINGTON	VT	05401	2				(802)864-0363
163809	163829	595955	CHAMPLAIN FARMS #10	NO MAIN STREET	WATERBURY	VT	05676	2		1657-0000		(802)244-8351
163809	163829	324703	RIVERSIDE BEVERAGE	500 RIVERSIDE AVE	BURLINGTON	VT	05401	2				(802)864-9638
163809	163829	233093	F.W. WOOLWORTH #173	37 CHURCH ST	BURLINGTON	VT	05401	1		0534-0000	2699	(802)863-2592
163809	163829	290017	CHAMPLAIN FARMS	219 MAIN ST	BURLINGTON	VT	05401	2				(802)863-1998
163809	163829	328735	KERRYS KWIK STOP	249 SAINT PAUL ST	BURLINGTON	VT	05401	2			2157	(802)863-9279
163809	163829	587759	ROTARY MART #8	103 SHELBURNE ST	BURLINGTON	VT	05401	2		1657-0000		(802)655-4703
163809	163829	420382	CHAMPLAIN FARMS	315 SHELBURNE RD	BURLINGTON	VT	05401	2			2588	(802)862-6070
163809	163829	965513	BOURNE'S SERV. CTR.	760 SHELBURNE RD	SOUTH BURLINGT	VT	05403	2			2300	(802)658-6460
163809	163829	512774	MOBIL SHORT STOP 00	977 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2448	(802)864-9654
163809	163829	760698	MOBIL SHORT STOP 00	1830 SHELBURNE RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2539	(802)658-2965
163809	163828	704681	SHELBURN DISCOUNT B	1907 SHELBURNE RD	SHELBURNE	VT	05482	2			3982	(802)985-3246
163809	163829	114105	BRADLEYS GENERAL	RT 15	JOHNSON	VT	05656	2				(802)635-2496
163809	163829	448637	DORSET ST BEV CTR	364 DORSET ST	SOUTH BURLINGT	VT	05403	2				(802)863-8058
163809	163829	576934	MOBIL SHORT STOP	1314 WILLISTON RD	SOUTH BURLINGT	VT	05403	1		2681-0000	2449	(802)658-4635
163809	163829	073037	COLONIAL DELI MART	50 SUSIE WILSON R	ESSEX JUNCTION	VT	05452	2				(802)879-7471
163809	163828	665502	CHAMPLAIN FARMS	25 COURT ST	MIDDLEBURY	VT	05753	1		1657-0000		(802)388-2122
163809	163828	113917	BLAISE'S CTY STORE	ROUTE #116, SOUTH	HINESBURG	VT	05461	2			90068	(802)482-2324
163809	163828	760220	BALLARD'S CTY STORE	SHELB FALLS RD	HINESBURG	VT	05461	2			2217	(802)482-2070
163809	163829	114052	LUCKY SPOT VARIETY	RT 117	RICHMOND	VT	05477	2			533	(802)434-2332
163809	163829	964662	WASHBURN,SERVICENTE	RR 2 BOX 156	RICHMOND	VT	05477	2			2231	(802)434-3818
163809	163829	555572	CROSSROADS DISC BEV	52 N MAIN ST	WATERBURY	VT	05676	2			2169	(802)244-5062
163809	163829	113590	MARVIN'S MARKET	221 COLCHESTER RD	ESSEX JUNCTION	VT	05452	2		2794-0200		(802)878-5892
163809	163828	113912	PARK FILLING STATIO	3 WEST ST	BRISTOL	VT	05443	2			2463	(802)453-3000
163809	163829	114008	5 CORNERS BEVERAGE	39 PARK ST	ESSEX JUNCTION	VT	05452	2				(802)879-7101
162301	163829	502627	CHAMPLAIN FARMS	342 ROOSEVELT HWY	COLCHESTER	VT	05446	1				(802)879-6388
162301	163829	509373	MILTON SHORT STOP02	ROUTE #7	MILTON	VT	05468	1		2681-0000	2513	(802)893-6536
162301	163830	759709	CIOFFI'S CORNER STR	66 SOUTH MAIN	ST ALBANS	VT	05478	1				(802)524-3351
162301	163830	343312	BP MART	ROUTE 3	PLATTSBURGH	NY	12901	1		2681-0000	2778	(518)563-0043
162301	163829	113608	MINOR'S COUNTRY MKT	RT 104	FAIRFAX	VT	05454	1			2134	(802)849-6838
162301	163829	623828	MIDDLE ROAD MARKET	MIDDLE ROAD	MILTON	VT	05468	1				(802)893-4844
162301	163829	113565	LEW'S CORNER STORE	89 HEINEBERG DR	COLCHESTER	VT	05446	1		2794-0200	2348	(802)862-0775
162301	163829	113568	CAP 'N' CORK	BELWOOD SHOP CTR.	COLCHESTER	VT	05446	1			2725	(802)658-2463
162301	163829	475125	CHAMPLAIN FARMS #1	16 ROOSEVELT HWY	COLCHESTER	VT	05446	1		1657-0000		(802)655-4703
162301	163827	113858	B & D SUPER MARKET	MAIN ST	NORTH TROY	VT	05859	1			2630	(802)988-2545

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TEMPLATE : 700046 70200 DOR FEB B2G1F
TEMPLATE SEQ : 0002
SALES LEVEL : 16XXXX

TERR	RETAIL	ACCT	NAME	ADDRESS	CITY	ST	ZIP	QTY	TAX	CHAIN-ID	SUPPLIER	ACCT PHONE #
162301		711211	DICK & PAM'S MARKET	ROUTE 105	EAST BERKSHIRE	VT	05447	1				(802)933-2153
162302	162325	632630	MARTINS SOUTH	510 SOUTH STREET	BENNINGTON	VT	05201	1			4041	(802)442-8957
162302	162320	114518	DUTCHIES MKT	MAIN ST	WEST PAWLET	VT	05775	1			3617	(802)645-0069
163801	163828	659599	BERLIN SHORT STOP	324 BERLIN/MONTPE	BARRE	VT	05641	1		2681-0000	4284	(802)479-2213
163801	163828	590776	FASTOP COASTAL #9	377 N MAIN ST	BARRE	VT	05641	2		1657-0000		(802)476-7695
163801	163828	448822	ROLAND'S MINI MART	RTE. 302	EAST BARRE	VT	05649	2		3419-0000	2638	(802)476-5041
163801	163827	615925	CHAMPLAIN FARMS #11	HCR 61 BOX 65	NEWPORT	VT	05855	1		1657-0000		(802)766-2182
163801	163827	623878	OCTANE INC SHORTSTO	RTE. 5	DERBY	VT	05829	1		2681-0000	2378	(802)334-6835
163801	163827	679268	CHAMPLAIN FARMS	125 RAILROAD ST	SAINT JOHNSBUR	VT	05819	2		1657-0000		(802)748-4000
163804	163827	723336	FASTOP	114 HANOVER ST	LEBANON	NH	03766	2		1657-0000		
163804	163828	670402	OCTANE SHORT STOPIN	ROUTE 4 EAST	RUTLAND	VT	05701	2		2681-0000	4430	(802)747-0294

PAGE BREAK TOTAL ACCOUNTS 96 TOTAL QUANTITY 156

TEMPLATE TOTAL ACCOUNTS 96 TOTAL QUANTITY 156

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